

In re:) Chapter 11
W.R. Grace & Co., <u>et al.</u> ,	Case No. 01-01139 (JKF) (Jointly Administered)
Debtors.	Objection Deadline: November 23, 2006 Hearing Date: TBD only if necessary
FOR COMPENSATION FOR SE EXPENSES AS ZAI LOCAL CO	TION OF WILLIAM D. SULLIVAN, LLC ERVICES AND REIMBURSEMENT OF DUNSEL FOR THE INTERIM PERIOD THROUGH AUGUST 31, 2006
Name of Applicant:	William D. Sullivan, LLC
Authorized to Provide Professional Services	to: Zonolite Attic Insulation Claimants
Date of Appointment:	July 22, 2002 ¹
Period for which compensation and Reimbursement is sought:	July 24, 2006 through August 31, 2006
Amount of Compensation sought as actual, Reasonable, and necessary:	\$ 1,950.00
Amount of Expenses Reimbursement:	\$ 0.00
This is a: X monthly _ quarterly _ final a	application
Prior Application filed: No.	

This is the first application of William D. Sullivan, LLC ("Sullivan") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

¹ William D. Sullivan presently serves as Delaware Counsel to the ZAI Claimants, through the firm of William D. Sullivan, LLC. Mr. Sullivan was designated as Delaware Counsel to the ZAI Claimants by Edward Westbrook, Lead Counsel to the ZAI Claimants, pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508). The ZAI Claimants Revised Designation was approved by the Court by Order dated August 26, 2002 (D.I. 2617). Mr. Sullivan was previously employed by the firms of Elzufon Austin Reardon Tarlov and Mondell (through September 20, 2004) and Buchanan Ingersoll (September 20, 2004 through July 21, 2006). Those firms are no longer involved in the representation of the ZAI Claimants.

The total expended for the preparation of this application is approximately 1.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$480.00.

The Sullivan attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the	Number of years as an	Department	Hourly billing	Total billed	Total compensation
William D. Sullivan	applicant Partner	attorney 17	Bankruptcy	s320.00	hours 6.5	\$1,950.00
TOTALS					6.5	\$1,950.00

No paraprofessional rendered professional services in these cases during the Fee Period.

Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications 20-Travel–Non-working 22 - ZAI Science Trial	0.0 0.0 6.5	\$0.00 \$0.00 \$1,950.00
TOTALS	6.5	\$1,950.00

11 - Fee Applications, Applicant

Description	Amount
Messenger Service	\$0.00
Copying - In-house (\$0.07 per page)	\$0.00
Postage for fee applications	\$0.00
On-line Search Service (CM/ECF)	\$0.00
Total	\$0.00

Dated: November 3, 2006 Wilmington, Delaware

WILLIAM D. SULLIVAN, LLC

/s/ William D. Sullivan

William D. Sullivan (No. 2820) 4 East 8th Street, Suite 400

Wilmington, DE 19801 Telephone: (302) 428-8191

FAX: (302) 428-8195

Delaware Counsel for the ZAI Claimants

In re:) Chapter 11
W.R. Grace & Co., et al.,) Case No. 01-01139 (JKF)) (Jointly Administered)
Debtors.	Objection Deadline: November 23, 2006 Hearing Date: TBD only if necessary

FEE DETAIL FOR THE APPLICATION OF WILLIAM D. SULLIVAN, LLC FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM JULY 24, 2006 THROUGH AUGUST 31, 2006

William D Sullivan, LLC

4 East 8th Street, Suite 400 Wilmington, DE 19801 Tel: (302) 428-8191 Fax:(302) 428-8195

Tax ID # 20-5238500

Ed Westbrook, Esq. Richardson, Patrick, Westbrook & Brickman 1037 Chuck Dawley Blvd, Building A Mt. Pleasant SC 29264 September 18, 2006 Invoice # 10019

In Reference To:

W.R. Grace - ZAI Claimants

C.A. 01-01139 (JKF)

Professional Services

				Hours	Amount
7/24/2006	WDS	Attend omnibus hearing re: status of mediation, exclusivity hearing		2.50	750.00
8/21/2006	WDS	Conference with Canadian counsel regarding status of ZAI matter		0.50	150.00
	WDS	Attend hearing on claims litigation and handling of Canadian ZAI cla	ms	3.00	900.00
8/25/2006	WDS	Review Debtor's Motion for 2004 Examination; e-mail to co-counsel regarding same			150.00
	For pr	ofessional services rendered		6.50	\$1,950.00
	Baland	ce due		_	\$1,950.00
Name William D Sull	livon	Timekeeper Summary	Hours	Rate	Amount
William D Sull	iivan		6.50	300.00	\$1,950.00

In re:) Chapter 11	
W.R. Grace & Co., <u>et al.</u> ,) Case No. 01-01139 () (Jointly Administered	
Debtors.) Objection Deadline: No Hearing Date: TBD on	,

VERIFICATION OF THE APPLICATION OF WILLIAM D. SULLIVAN, LLC FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM JULY 24, 2006 THROUGH AUGUST 31, 2006

I, William D. Sullivan, do hereby verify the following with respect to the Application Of William D. Sullivan, LLC ("Sullivan") For Compensation For Services And Reimbursement Of Expenses As ZAI Local Counsel For The Interim Period From July 24, 2006 Through August 31, 2006:

- 1. I am an attorney with the applicant law firm, William D. Sullivan, LLC, admitted to appear before this Court.
- 2. I personally performed many of the legal services for which Sullivan is seeking interim compensation and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the other Sullivan attorneys for whose work compensation is being sought.
- 3. I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I am familiar with Del.Bankr.L.R. 2016-2 and have reviewed the Court's Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17,

Case 01-01139-AMC Doc 14793-2 Filed 03/07/07 Page 7 of 22

2002, and believe that the foregoing application substantially complies with Rule 2016-2 and the

Order.

Dated: November 3, 2006

William D. Sullivan (No. 2820) 4 East 8th Street, Suite 400 Wilmington, DE 19801

Telephone: (302) 428-8191

FAX: (302) 428-8195

CERTIFICATE OF SERVICE

I, William D. Sullivan, certify that I am not less than 18 years of age and that I caused service of the within *Application of William D. Sullivan, LLC for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from July 24, 2004 through August 31, 2006* to be made this November 3, 2006 upon the parties identified on the attached service list, in the manner indicated:

November 3, 2006 Date /s/ William D. Sullivan
William D. Sullivan

SERVICE LIST

E-mail: smcfarland@pszyj.com (Counsel for Debtors and Debtors in Possession) Laura Davis Jones, Esquire James E. O'Neil, Esquire Pachulski Stang Ziehl Young Jones & Weintraub LLP 919 North Market Street, 17th Floor P.O. Box 8705 Wilmington, DE 19899-8705

Hand Delivery

Vito I. DiMaio Parcels, Inc. 230 North Market Street P.O. Box 27 Wilmington, DE 19899

Hand Delivery

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Wilmington, DE 19801

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(Fee Auditor)
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E-mail: syoder@bayardfirm.com (Local Counsel to DIP Lender) Steven M. Yoder, Esquire The Bayard Firm E-mail: meskin@del.camvel.com (Local Counsel to Asbestos Claimants) Marla Eskin, Esquire Campbell & Levine, LLC

E-mail: ttacconelli@ferryjoseph.com (Counsel for Property Damage Claimants) Theodore Tacconelli, Esquire Ferry & Joseph, P.A.

E-mail: mlastowski@duanemorris.com (Counsel for Official Committee of Unsecured Creditors) Michael R. Lastowki, Esquire Duane Morris LLP

E-mail: currier@klettrooney.com (Counsel for Official Committee of Equity Holders) Teresa K.D. Currier, Esquire Buchanan Ingersoll & Rooney, P.C.

E-mail:

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(Official Committee of Personal Injury
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Elihu Inselbuch, Esquire
Caplin & Drysdale, Chartered

E-mail: elawler@stroock.com (Official Committee of Unsecured Creditors) Lewis Kruger, Esquire Stroock & Stroock & Lavan LLP

E-mail: carol.hennessey@lw.com (Counsel to DIP Lender) J. Douglas Bacon, Esquire Latham & Watkins

SERVICE LIST

<u>E-mail:</u> jsakalo@bilzin.com (Official Committee of Property Damage Claimants) Scott L. Baena, Esquire Bilzin Sumberg Dunn Baena Price & Axelrod LLP

E-mail: pbentley@kramerlevin.com
(Counsel to Official Committee of
Equity Holders)
Philip Bentley, Esquire
Kramer Levin Naftalis & Frankel LLP

Case 01-01139-AMC Doc 14793-2 Filed 03/07/07 Page 11 of 22 Internal CM/ECF Live Database

File a Motion:

01-01139-JKF W.R. GRACE & CO. and W.R. Grace & Co., et al.

Type: bk

Chapter: 11 v

Office: 1 (Delaware)

Page 1 of 36

Judge: JKF

Assets: y

Case Flag: LEAD, MEGA, APPEAL, CLMSAGNT, Sealed Doc(s)

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Sullivan, William David entered on 11/3/2006 at 4:22 PM EST and filed on 11/3/2006

Case Name:

W.R. GRACE & CO. and W.R. Grace & Co., et al.

Case Number:

01-01139-JKF

Document Number: 13570

Docket Text:

Application for Compensation Summary of Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from July 24, 2006 through August 31, 2006 Filed by William D. Sullivan, LLC Objections due by 11/23/2006. (Sullivan, William)

The following document(s) are associated with this transaction:

Document description: Main Document

Original filename: C:\SHARE\Scans\WR Grace Sullivan Fee App.pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=983460418 [Date=11/3/2006] [FileNumber=5286174-0] [6d822fc2f975a638cf9b2205e7d4aba2187d07591b38245732b0c37197b550326d07 9b00b7c2dd63fee6eb9159bd304cf610380c783428e35cbdbbbcf163beb7]]

01-01139-JKF Notice will be electronically mailed to:

Eric B. Abramson eabramson@serlinglaw.com

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David G. Aelvoet davida@publicans.com

Julie A. Ardoin dlawless@murray-lawfirm.com

Jonathan David Berger jdberger@bm.net

Neil Matthew Berger neilberger@teamtogut.com, dperson@teamtogut.com;hmagaliff@teamtogut.com;cmilianes@teamtogut.com

In re:) Chapter 11
W.R. Grace & Co., <u>et al.</u> ,	Case No. 01-01139 (JKF) (Jointly Administered)
Debtors.	Objection Deadline: November 23, 2006 Hearing Date: TBD only if necessary
FOR COMPENSATION FOR S EXPENSES AS ZAI LOCAL O	TION OF WILLIAM D. SULLIVAN, LLO SERVICES AND REIMBURSEMENT OF COUNSEL FOR THE INTERIM PERIOD 06 THROUGH SEPTEMBER 30, 2006
Name of Applicant:	William D. Sullivan, LLC
Authorized to Provide Professional Service	es to: Zonolite Attic Insulation Claimants
Date of Appointment:	July 22, 2002 ¹
Period for which compensation and Reimbursement is sought:	September 1, 2006 through September 30, 2006
Amount of Compensation sought as actual Reasonable, and necessary:	\$ 390.00
Amount of Expenses Reimbursement:	\$ 0.00
This is a: X monthly _quarterly _fina	l application

Prior Application filed: Yes.

¹ William D. Sullivan presently serves as Delaware Counsel to the ZAI Claimants, through the firm of William D. Sullivan, LLC. Mr. Sullivan was designated as Delaware Counsel to the ZAI Claimants by Edward Westbrook, Lead Counsel to the ZAI Claimants, pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508). The ZAI Claimants Revised Designation was approved by the Court by Order dated August 26, 2002 (D.I. 2617). Mr. Sullivan was previously employed by the firms of Elzufon Austin Reardon Tarlov and Mondell (through September 20, 2004) and Buchanan Ingersoll (September 20, 2004 through July 21, 2006). Those firms are no longer involved in the representation of the ZAI Claimants.

This is the second application of William D. Sullivan, LLC ("Sullivan") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case. The status of previous applications filed by Sullivan is set forth below:

Date Filed	Period Covered	Requested Fees	Requested	Status of Fees	Status of
			Expenses		Expenses
11/3/06	7/24/06-8/31/06	\$1,950.00	\$0.00	pending	pending

The total expended for the preparation of this application is approximately 1.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$480.00.

The Sullivan attorneys who rendered professional services in these cases during the Fee Period are:

Name of	Position	Number of		Hourly	Total	Total
Professional Person	with the	years as an	Department	billing	billed	compensation
	applicant	attorney	_	rate	hours	
William D. Sullivan	Partner	17	Bankruptcy	\$320.00	1.3	\$390.00
TOTALS				1.3	\$390.00	

No paraprofessional rendered professional services in these cases during the Fee Period.

Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications 20-Travel–Non-working 22 - ZAI Science Trial	0.0 0.0 0.0	\$0.00 \$0.00 \$0.00
TOTALS	0.0	\$0.00

11 - Fee Applications, Applicant

Description	Amount
Messenger Service	\$0.00
Copying - In-house (\$0.07 per page)	\$0.00
Postage for fee applications	\$0.00
On-line Search Service (CM/ECF)	\$0.00
Total	\$0.00

Dated: November 3, 2006 Wilmington, Delaware

WILLIAM D. SULLIVAN, LLC

/s/ William D. Sullivan

William D. Sullivan (No. 2820) 4 East 8th Street, Suite 400 Wilmington, DE 19801 Telephone: (302) 428-8191

FAX: (302) 428-8195

Delaware Counsel for the ZAI Claimants

In re:) Chapter 11
W.R. Grace & Co., <u>et al.</u> ,	Case No. 01-01139 (JKF) (Jointly Administered)
Debtors.) Objection Deadline: November 23, 2006
) Hearing Date: TBD only if necessary

FEE DETAIL FOR THE APPLICATION OF WILLIAM D. SULLIVAN, LLC FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006

William D Sullivan, LLC

4 East 8th Street, Suite 400 Wilmington, DE 19801 Tel: (302) 428-8191 Fax:(302) 428-8195 Tax ID # 20-5238500

William Sparks W.R. Grace & Co. 7500 Grace Dr. Columbia MD 21044 October 23, 2006 Invoice # 10022

In Reference To:

W.R. Grace - ZAI Claimants

C.A. 01-01139 (JKF)

Professional Services

			Hours	Amount
9/7/2006 WDS	9/7/2006 WDS Correspondence with co-counsel re: approval of final version; sign pleading		0.30	90.00
9/8/2006 WDS	Review draft objection to 2004 Examination		0.50	150.00
9/25/2006 WDS	9/25/2006 WDS Review agenda for hearing; review docket re: fee application orders and examine reports		0.50	150.00
For pr	rofessional services rendered		1.30	\$390.00
Name William D Sullivan	Timekeeper SummaryH	<u>lours</u> _	Rate	Amount \$390.00

In re:) Chapter 11
W.R. Grace & Co., <u>et al.</u> ,	Case No. 01-01139 (JKF) (Jointly Administered)
Debtors.	Objection Deadline: November 23, 2006
) Hearing Date: TBD only if necessary

VERIFICATION OF THE APPLICATION OF WILLIAM D. SULLIVAN, LLC FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006

I, William D. Sullivan, do hereby verify the following with respect to the Application Of William D. Sullivan, LLC ("Sullivan") For Compensation For Services And Reimbursement Of Expenses As ZAI Local Counsel For The Interim Period From July 24, 2006 Through August 31, 2006:

- 1. I am an attorney with the applicant law firm, William D. Sullivan, LLC, admitted to appear before this Court.
- 2. I personally performed many of the legal services for which Sullivan is seeking interim compensation and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the other Sullivan attorneys for whose work compensation is being sought.
- 3. I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I am familiar with Del.Bankr.L.R. 2016-2 and have reviewed the Court's Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17,

Case 01-01139-AMC Doc 14793-2 Filed 03/07/07 Page 18 of 22

2002, and believe that the foregoing application substantially complies with Rule 2016-2 and the

Order.

Dated: November 3, 2006

William D. Sullivan (No. 2820)

William D. Sullivan, LLC 4 East 8th Street, Suite 400

Wilmington, DE 19801 Telephone: (302) 428-8191

FAX: (302) 428-8195

CERTIFICATE OF SERVICE

I, William D. Sullivan, certify that I am not less than 18 years of age and that I caused service of the within *Application of William D. Sullivan, LLC for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from September 1,* 2006 through September 30, 2006 to be made this November 3, 2006 upon the parties identified on the attached service list, in the manner indicated:

November 3, 2006
Date

/s/ William D. Sullivan
William D. Sullivan

SERVICE LIST

E-mail: smcfarland@pszyj.com
(Counsel for Debtors and Debtors in Possession)
Laura Davis Jones, Esquire
James E. O'Neil, Esquire
Pachulski Stang Ziehl Young Jones &
Weintraub LLP
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, DE 19899-8705

Hand Delivery

Vito I. DiMaio Parcels, Inc. 230 North Market Street P.O. Box 27 Wilmington, DE 19899

Hand Delivery

(United States Trustee)
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Office of the United States Trustee
844 King Street, Room 2311
Wilmington, DE 19801

Federal Express

(Fee Auditor)
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Warren H. Smith & Associates
Republic Center
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E-mail: syoder@bayardfirm.com (Local Counsel to DIP Lender) Steven M. Yoder, Esquire The Bayard Firm E-mail: meskin@del.camvel.com
(Local Counsel to Asbestos Claimants)
Marla Eskin, Esquire
Campbell & Levine, LLC

<u>E-mail:</u> ttacconelli@ferryjoseph.com (Counsel for Property Damage Claimants) Theodore Tacconelli, Esquire Ferry & Joseph, P.A.

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Elihu Inselbuch, Esquire
Caplin & Drysdale, Chartered

E-mail: elawler@stroock.com (Official Committee of Unsecured Creditors) Lewis Kruger, Esquire Stroock & Stroock & Lavan LLP

E-mail: carol.hennessey@lw.com (Counsel to DIP Lender) J. Douglas Bacon, Esquire Latham & Watkins

SERVICE LIST

E-mail: jsakalo@bilzin.com
(Official Committee of Property Damage Claimants)
Scott L. Baena, Esquire
Bilzin Sumberg Dunn Baena Price &
Axelrod LLP

E-mail: pbentley@kramerlevin.com (Counsel to Official Committee of Equity Holders) Philip Bentley, Esquire Kramer Levin Naftalis & Frankel LLP

File a Motion:

01-01139-JKF W.R. GRACE & CO. and W.R. Grace & Co., et al.

Type: bk

Chapter: 11 v

Office: 1 (Delaware)

Judge: JKF

Assets: y

Case Flag: LEAD, MEGA, APPEAL, CLMSAGNT, Sealed Doc(s)

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Sullivan, William David entered on 11/3/2006 at 4:46 PM EST and filed on 11/3/2006

Case Name:

W.R. GRACE & CO. and W.R. Grace & Co., et al.

Case Number:

01-01139-JKF

Document Number: 13571

Docket Text:

Application for Compensation Summary of Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from September 1, 2006 through September 30, 2006 Filed by William D. Sullivan, LLC Objections due by 11/23/2006. (Sullivan, William)

The following document(s) are associated with this transaction:

Document description: Main Document

Original filename: C:\SHARE\Scans\WR Grace Sullivan Sept Fee App.pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=983460418 [Date=11/3/2006] [FileNumber=5286234-0] [a06381e6939f698fed24a8da95b7b9c47dcb3b945156ce0a3ba764d68879bd8d7b24 1a7e189802c5b5dc8c72e75f79a145876645b68a8e844d069dc66d51bdd9]]

01-01139-JKF Notice will be electronically mailed to:

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